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Electronically Recorded
Chesapeake Operating, Inc.

AMENDMENT OF OIL, GAS AND MINERAL LEASE

STATE OF TEXAS

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KNOW ALL MEN BY THESE PRESENTS:

COUNTY OF TARRANT

§

WHEREAS, an Oil, Gas and Mineral Lease effective on September 12, 2007, and a memorandum of such is filed in the Official Public Records of Tarrant County, Texas, as document number D208033833, (the "Lease"), was executed by and between **William Seldon Davis** ("Lessor") in favor of **Four Sevens Resources Company, Ltd.** ("Lessee"), who subsequently conveyed all right, title and interest to the Lease in an assignment dated on July 1, 2007, to Chesapeake Exploration Limited Partnership, whose successor in interest is **Chesapeake Exploration, L.L.C.** ("Assignee").

See "Exhibit A" attached hereto for a description of the leased premises

WHEREAS, since the execution and delivery of the Lease, it has been discovered that the pooling provision (Paragraph 6) of said Lease is inadequate for the benefit of both parties, and thus, the Lessor and Lessee desire to amend and correct the pooling provision of the Lease in order to more effectively develop the Lands contained with the hereinabove described Lease;

NOW THEREFORE, for and in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, the Lessor and Lessee do hereby delete the provision of one hundred and twenty (120) acres in Paragraph 6 in its entirety and replace it with the following:

Units pooled for oil shall not exceed forty (40) acres, plus a tolerance of 10%; and units pooled for gas shall not exceed six hundred and forty (640) acres, plus a tolerance of 10%; provided that a larger unit may be formed for an oil well or gas well or horizontal completion to conform to any well spacing or density pattern that may be prescribed or permitted by any governmental authority having jurisdiction to do so.

The Lessor does by these presents ratify, confirm and adopt the Lease and the addendum thereto as amended hereby, and do further grant, let, lease and demise unto the Lessee all of the land described therein, together with all rights thereunder, under the same terms and conditions contained in the original lease, **except as herein amended.**

TX0018961-000

Executed by each party on the date set forth in their respective acknowledgments below, but effective for all purposes as of September 3, 2008.

Lessor:

William Seldon Davis

By: William Seldon Davis

William Seldon Davis

Lessee:

**Chesapeake Exploration, L.L.C.
An Oklahoma Limited Liability Company**

By: Henry J. Hood

Henry J. Hood, Sr. Vice President – Land and
Legal & General Counsel

ACKNOWLEDGMENT

STATE OF TEXAS)

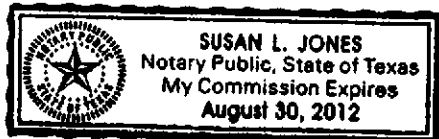
COUNTY OF TARRANT)

JANUARY, 2009

On this 16 day of November, ~~2008~~ before me, Susan L. Jones

Notary Public in and for said County and State, personally appeared William Seldon Davis, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument in person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Susan L. Jones

Notary Public


(SEAL)

ACKNOWLEDGMENT

STATE OF OKLAHOMA §
 §
COUNTY OF OKLAHOMA §

Before me, the undersigned, a Notary Public in and for said County and State, on this 26th day of January, 2008, personally appeared Henry J. Hood, Senior Vice President - Land and Legal & General Counsel for **Chesapeake Exploration L.L.C.**, an Oklahoma limited partnership, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal the day and year last above written.


Notary Public

My Commission Expires: 5-17-2011
My Commission Number: 7004433



THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

EXHIBIT "A"

Attached to and made a part of that certain Amendment of Oil, Gas and Mineral Lease dated September 3rd, 2008, between William Seldon Davis, as Lessor, and **Chesapeake Exploration, L.L.C. ("Assignee")**.

DESCRIPTION

6.376 acres of land, more or less, out of Block 42, Block 43, and Block 44, of the Rivercrest Addition, in the City of Fort Worth, Tarrant County, Texas, being that same land described in a Warranty Deed dated July 5, 1973 from Kenneth W. Davis, Jr., Thomas Cullen Davis, and William Seldon Davis, Trustees of the Kenneth W. Davis Trust, to William Seldon Davis, and being recorded in Volume 5482, Page 940, in the Official Public Records, Tarrant County, Texas, and being more particularly described in a Plat dated June 10, 1911, and recorded Volume 310, Page 91, in the Official Public Records, Tarrant County, Texas.

**Record & Return to:
Chesapeake Operating, Inc.
P.O. Box 18496
Oklahoma City, OK 73154**